

C. GRANVILLE WYCHE
ALFRED F. BURGESS
C. THOMAS WYCHE
DAVID L. FREEMAN
JAMES C. PARHAM, JR.
JAMES M. SHOEMAKER, JR.
WILLIAM W. KEHL
CHARLES W. WOFFORD
LARRY D. ESTRIDGE
D. ALLEN GRUMBINE
CARY H. HALL, JR.
CARL F. MULLER
HENRY L. PARR, JR.
BRADFORD W. WYCHE
ERIC B. AMSTUTZ*

WYCHE, BURGESS, FREEMAN & PARHAM

PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

GREENVILLE, SOUTH CAROLINA 29603

RECORDATION NO. 10804-C Filed 1425

JUL 7 1981 12 30 PM

INTERSTATE COMMERCE COMMISSION July 1, 1981

POST OFFICE BOX 10207
44 EAST CAMPERDOWN WAY
CABLE ADDRESS: JURAL
TELEPHONE 803-242-3131

*ADMITTED TO D. C. BAR ONLY

Mrs. Lee
Interstate Commerce Commission
Constitution Avenue at 12th St., N.W.
Room 1227
Washington, DC 20023

Re: Second Amendment to Certificate of Acceptance
dated September 10, 1979 under a Management
Agreement dated as of September 5, 1979 between
Boxcar CC Associates and National Railway
Utilization Corporation

Dear Mrs. Lee:

Enclosed for filing under Section 20c of the Interstate Commerce
Act please find the above-named documents.

The Certificate of Acceptance was previously filed with the Inter-
state Commerce Commission on September 10, 1979 and bears recordation
number 10804B.

The address of National Railway Utilization Corporation is 100
North 20th Street, Second Floor, Philadelphia, Pennsylvania 19103.
The address of Boxcar CC Associates is c/o Saul Duff Kronovet, 711
Third Avenue, New York, N.Y. 10017.

I enclose a check in the amount of \$10.00 payable to the Interstate
Commerce Commission as the cost for filing this additional instrument
under a document previously recorded.

I also enclose three (3) executed originals of this Second Amendment
to Certificate of Acceptance. Please place one on file with your office,
stamp the remaining Amendments and return them to me at the address on
this letterhead.

Very truly yours,

Carl F. Muller
Carl F. Muller

CFM/bjm
Enclosures

1-18804-C
JUL 7 1981
FEE \$10.00
ICC Washington, D.C.

RECEIVED
JUL 7 12 25 PM '81
I.C.C.
FEE COLLECTION DEPT.

Interstate Commerce Commission
Washington, D.C. 20423

7/7/81

OFFICE OF THE SECRETARY

Carl F. Muller
Wyche, Burgess, Freeman & Parham
P.O.Box 10207
44 East Camperdown Way
Greenville, South Carolina 29603

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **7/7/81** at **12:30pm**, and assigned recordation number(s). **10804-C**

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

JUL 7 1981 12 30 PM

INTERSTATE COMMERCE COMMISSION
SECOND AMENDMENT dated as of December 1, 1980 to that certain
CERTIFICATE OF ACCEPTANCE dated September 10, 1979 issued
under a MANAGEMENT AGREEMENT dated as of September 5, 1979
between BOXCAR CC ASSOCIATES (termed "Owner") and NATIONAL
RAILWAY UTILIZATION CORPORATION (termed "Manager").

WHEREAS, Owner and Manager have determined that certain of
the 50'6" Type XM Railroad Boxcars which are subject to this
Management Agreement should be remarked in order to maximize their
utilization and earnings;

NOW, THEREFORE, in consideration of this benefit to the
parties and in further consideration of \$1.00 in hand paid by each
party to the other, the parties hereto agree as follows:

The Certificate of Acceptance under the Management Agreement
is amended by changing the Equipment Numbers from the following:

PT 206010 through PT 206039
PT 206041 through PT 206042
PT 206049 through PT 206055
PT 206067 through PT 206079
PT 206080 through PT 206085
NSL 151631 through NSL 151633
NSL 151641 through NSL 151643
NSL 157060 through NSL 157099
NSL 151501
NSL 151510 through NSL 151513
NSL 151519 through NSL 151520
NSL 151523
NSL 151525 through NSL 151543
NSL 151545
NSL 151561 through NSL 151590
NSL 151621 through NSL 151624
NSL 151628 through NSL 151630
NSL 151634 through NSL 151636
NSL 151638 through NSL 151640

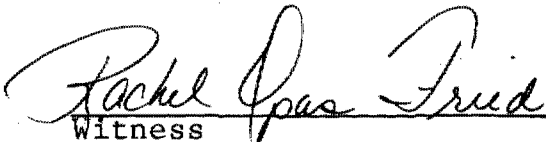
to the following:

PT 206010 through PT 206039
PT 206041 through PT 206042
PT 206049 through PT 206055
PT 206067 through PT 206079
PT 206080 through PT 206085
NSL 151631 through NSL 151633
NSL 151641 through NSL 151643
NSL 157060 through NSL 157099
MISS 151501
MISS 151510
NSL 151511
MISS 151512
NSL 151513
NSL 151519 through NSL 151520

NSL 151523
NSL 151525
MISS 151526
NSL 151527 through NSL 151531
MISS 151532 through MISS 151533
NSL 151534 through NSL 151535
MISS 151536 through MISS 151537
NSL 151538
MISS 151539
NSL 151540 through NSL 151543
NSL 151545
NSL 151561 through NSL 151563
MISS 151564
NSL 151565 through NSL 151571
MISS 151572
NSL 151573 through NSL 151575
MISS 151576
NSL 151577 through NSL 151582
MISS 151583 through MISS 151584
NSL 151585 through NSL 151586
MISS 151587
NSL 151588 through NSL 151590
NSL 151621 through NSL 151624
NSL 151628 through NSL 151630
NSL 151634 through NSL 151636
NSL 151638 through NSL 151640

IN WITNESS WHEREOF, Owner and Manager each pursuant to due authority, have caused these presents to be duly executed.

BOXCAR CC ASSOCIATES


Witness

By: 
General Partner

Witness

STATE OF NEW YORK)

CITY OF NEW YORK)

ss:

I hereby certify that on this 27th day of February, 1981, before me personally appeared Saul Duff Kionover, who, being duly sworn, acknowledged himself to be a general partner of BOXCAR CC ASSOCIATES, a limited partnership, and that he as such general partner, being authorized so to do, executed the foregoing instrument on behalf of BOXCAR CC ASSOCIATES for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal.

My Commission expires:

JEAN W. SPENCER
NOTARY PUBLIC, State of New York
No. 24-4098715
Qualified in Kings County
Commission Expires March 30, 1981

Jean W. Spencer
Notary Public of New York

(SEAL)

NATIONAL RAILWAY UTILIZATION
CORPORATION

BY

Richard J. Kelly
Richard J. Kelly
Vice President

ATTEST

T. W. Strzepek
T. W. Strzepek
Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA:

ss:

COUNTY OF PHILADELPHIA:

On this 21st day of May, 1981, before me personally appeared Richard J. Kelly, to me personally known, who, being by me duly sworn, says that he is Vice President of National Railway Utilization Corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was duly signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Notarial Seal)

Martha T. Mills
Prothonotary of Pennsylvania

My Commission Expires:

MARTHA T. MILLS
Notary Public, Phila., Phila. Co.
My Commission Expires March 5, 1984